

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

JUL 28 2008

Date:

WELLSPRING COMMITTEE INC
C/O FOLEY & LARDNER LLP
CLETA MITCHELL
3000 K ST NW STE 500
WASHINGTON, DC 20007

Employer Identification Number:

26-2046485

DLN:

17053108328018

Contact Person:

DANIEL D DRAGOO

ID# 31467

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

December 31

Form 990 Required:

Yes

Effective Date of Exemption:

February 26, 2008

Contribution Deductibility:

No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Information for Organizations Exempt Under Sections Other Than 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Contributions to you are not deductible by donors under section 170(c)(2) of the Code.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosure: Information for Organizations Exempt Under Sections Other Than 501(c)(3)

Letter 948 (DO/CG)

WELLSPRING COMMITTEE INC

INFORMATION FOR ORGANIZATIONS EXEMPT UNDER SECTIONS
OTHER THAN 501(C)(3)

WHERE TO GET FORMS AND HELP

You can obtain forms and instructions by calling toll free 1-800-829-3676, through the IRS Web site at www.irs.gov, and at local tax assistance centers.

You can obtain additional information about most topics discussed below through our customer service function by calling toll free 1-877-829-5500, or on our Web Site at www.irs.gov/eo. In addition, you should sign up for Exempt Organization's EO Update, a regular e-mail newsletter that highlights new information posted on the charities pages of irs.gov. To subscribe, go to www.irs.gov/eo and click on "EO Newsletter."

REPORTING CHANGES TO THE IRS

You must report changes in your name, address, purposes, operations or sources of financial support on your annual information return. You may also report these changes to the TE/GE Exempt Organizations Determinations Office at the following address: Internal Revenue Service, P.O. Box 2508, Cincinnati, OH 45201. However, such reporting does not relieve you of the obligation to report the changes on your annual return.

TIP: Attach copies of any state certified articles of incorporation, or if an association signed constitution, bylaws, or other organizational document showing the changes. Trusts should provide trust instruments. If state certified copies or signed governing documents are not available, an authorized officer may certify that the governing document provided is a complete and accurate copy of the original document.

Please use your employer identification number on all returns and in all correspondence with the Internal Revenue Service.

FILING REQUIREMENTS

In your exemption letter, we indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If your exemption letter states that you are not required to file Form 990, you are exempt from these requirements. Otherwise, if your gross receipts are normally more than \$25,000, you must file Form 990 or Form 990-EZ with the Ogden Submission Processing Center, Ogden, UT, 84201-0027.

You are eligible to file Form 990-EZ if your gross receipts are normally between \$25,000 and \$100,000, and your total assets are less than \$250,000. You must file the complete Form 990 if your gross receipts are over \$100,000, or your total assets are over \$250,000. The Form 990 instructions show how to compute your "normal" receipts.

WELLSPRING COMMITTEE INC

Organizations With Gross Receipts of \$25,000 or Less

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Due Date of Return or Annual Electronic Notice

Your return or annual electronic notice is due by the 15th day of the fifth month after the end of your annual accounting period. There are penalties for failing to file a complete return timely. For additional information on penalties, see the Form 990 instructions or call our toll free number.

Revocation of Tax-Exempt Status

For tax periods beginning after December 31, 2006, your tax-exempt status will be revoked as of the filing due date for the third year if you fail to file for three consecutive years Form 990, Form 990-EZ, or the electronic Form 990-N.

If your tax-exempt status is revoked because you failed to file, you must reapply for exemption and pay the appropriate user fee.

UNRELATED BUSINESS INCOME TAX RETURN

If you receive more than \$1,000 annually in gross receipts from a regular trade or business, you may be subject to Unrelated Business Income Tax and required to file Form 990-T, Exempt Organization Business Income Tax Return. Special rules for organizations exempt under sections 501(c)(7), (9), (17) and (19) are described in Publication 598, Tax on Unrelated Business Income of Exempt Organizations.

There are several exceptions to the tax on unrelated business income:

1. Income you receive from the performance of your exempt activity,
2. Income from fundraisers conducted by volunteer workers, or where donated merchandise is sold, and
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There are special rules for income derived from real estate or other investments purchased with borrowed funds. This income is called "debt financed" income. For additional information regarding unrelated business income tax, see Publication 598, Tax on Unrelated Business Income of Exempt Organizations, or call our toll free number shown above.

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WELLSPRING COMMITTEE INC

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You may fulfill this requirement by placing these documents on the Internet. Penalties may be imposed for failure to comply with these requirements. Additional information is available in Publication 557, Tax-Exempt Status for Your Organization, or call our toll free number shown above.

EXCESS BENEFIT TRANSACTIONS
(Applies to 501(c)(4) organizations)

Excess benefit transactions are governed by section 4958 of the Code. Excess benefit transactions involve situations where a section 501(c)(4) organization provides an unreasonable benefit to a person who is in a position to exercise substantial influence over the organization's affairs. If you believe there may be an excess benefit transaction in which you are involved, you should report the transaction on Form 990 or Form 990-EZ. For information on how to correct and report this transaction, see the instructions for Form 990 and Form 990-EZ, or call our toll free number shown above.

EMPLOYMENT TAXES

If you have employees, you are subject to income tax withholding and the social security taxes imposed under the Federal Insurance Contribution Act (FICA). You are required to withhold Federal income tax from your employee's wages and you are required to pay FICA on each employee who is paid more than \$100 in wages during a calendar year. To know how much income tax to withhold, you should have a Form W-4, Employee's Withholding Allowance Certificate, on file for each employee.

You are also liable for tax under the Federal Unemployment Tax (FUTA) for each employee you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter.

Employment taxes are reported on Form 941, Employer's Quarterly Federal Tax Return. The requirements for withholding, depositing, reporting and paying employment taxes are explained in Circular E, Employer's Tax Guide, (Publication 15), and Employer's Supplemental Tax Guide, (Publication 15-A). These publications explain your tax responsibilities as an employer.

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DEPARTMENT OF THE TREASURY

JUL 28 2008

Date:

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C/O FOLEY & LARDNER LLP
JESSICA C FURST
3000 K ST NW STE 500
WASHINGTON, DC 20007

Employer Identification Number:
26-2046485

DLN:

17053108328018

Contact Person:

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JUL 28 2008

WELLSPRING COMMITTEE INC
C/O ANN CORKERY
8665 SUDLEY RD STE 182
MANASSAS, VA 20110

Employer Identification Number:

26-2046485

DLN:

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Contact Person:

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ID# 31467

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Letter 948 (DO/CG)

1910
1911

1912

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Power of Attorney and Declaration of Representative

► Type or print. ► See the separate instructions.

OMB No. 1545-0150

For IRS Use Only

Received by:

Name _____

Telephone _____

Function _____

Date ____/____/____

Part I Power of Attorney

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS.

1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address

Wellspring Committee, Inc.
c/o Ann Corkery
8665 Sudley Road, #182
Manassas, Virginia 20110

Social security number(s)

Employer identification
number

26 2046485

Daytime telephone number

Plan number (if applicable)

()

hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address

Cleta Mitchell, Esq. c/o Foley & Lardner LLP
3000 K Street, NW, Suite 500
Washington, DC 20007

CAF No. 03-004041R

Telephone No. 202-295-4081

Fax No. 202-672-5399

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

Name and address

Jessica C. Furst, c/o Foley & Lardner LLP
3000 K Street, NW, Suite 500
Washington, DC 20007

CAF No. Applied For

Telephone No. 202-672-5513

Fax No. 202-672-5399

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

Name and address

Belinda S. Morgan, c/o Foley & Lardner LLP
321 N. Clark Street, Suite 2800
Chicago, IL 60610

CAF No. 03-0090547R

Telephone No. 312-832-4562

Fax No. 312-832-4700

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

3 Tax matters

Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
Recognition of Exemption	1024	2008 forward
Matters Related to Exempt Status	ALL	2008 forward
Obtaining EIN	SS-4	2008 forward

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. Specific uses not recorded on CAF. ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 2 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Circular 230. See the line 5 instructions for restrictions on tax matters partners.

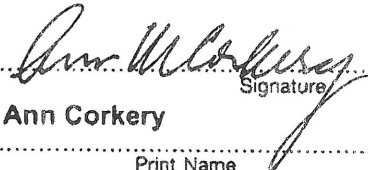
List any specific additions or deletions to the acts otherwise authorized in this power of attorney: _____

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here _____ and list the name of that representative below.

Name of representative to receive refund check(s) ►

- 7 Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.
- a If you also want the second representative listed to receive a copy of notices and communications, check this box ☒
- b If you do not want any notices or communications sent to your representative(s), check this box ☐
- 8 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here. ☐
- YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

► IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.

 **Ann Corkery** **President**
 Signature Date Title (if applicable)
 Print Name PIN Number Wellspring Committee, Inc.
 Print name of taxpayer from line 1 if other than individual

Signature Date Title (if applicable)

Print Name PIN Number

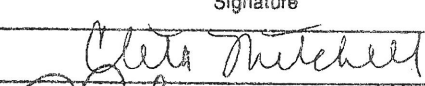

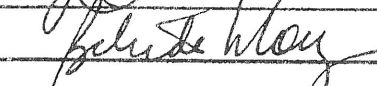
Part II Declaration of Representative

Caution: Students with a special order to represent taxpayers in Qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program, see the instructions for Part II.

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
 - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
 - c Enrolled Agent—enrolled as an agent under the requirements of Treasury Department Circular No. 230.
 - d Officer—a bona fide officer of the taxpayer's organization.
 - e Full-Time Employee—a full-time employee of the taxpayer.
 - f Family Member—a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
 - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d) of Treasury Department Circular No. 230).
 - h Unenrolled Return Preparer—the authority to practice before the Internal Revenue Service is limited by Treasury Department Circular No. 230, section 10.7(c)(1)(vii). You must have prepared the return in question and the return must be under examination by the IRS. See Unenrolled Return Preparer on page 2 of the instructions.

► IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.

Designation—Insert above letter (a-h)	Jurisdiction (state) or identification	Signature	Date
a	DC		3/31/08 X
a	FL		3/31/08 X
a	IL		3-31-08 X

17053108328018

Form **1024**

(Rev. September 1998)

Department of the Treasury
Internal Revenue Service**Application for Recognition of Exemption
Under Section 501(a)**

OMB No. 1545-0057

If exempt status is approved,
this application will be open
for public inspection.Read the instructions for each Part carefully. **A User Fee must be attached to this application.**

If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.

Complete the Procedural Checklist on page 6 of the instructions.**Part I. Identification of Applicant** (Must be completed by all applicants; also complete appropriate schedule.)

Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying.

- a ☐ Section 501(c)(2)—Title holding corporations (Schedule A, page 7)
- b ☒ Section 501(c)(4)—Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c ☐ Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d ☐ Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e ☐ Section 501(c)(7)—Social clubs (Schedule D, page 11)
- f ☐ Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E, page 13)
- g ☐ Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h ☐ Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E, page 13)
- i ☐ Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j ☐ Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k ☐ Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l ☐ Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m ☐ Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n ☐ Section 501(c)(25)—Title holding corporations or trusts (Schedule A, page 7)

1a Full name of organization (as shown in organizing document) Wellspring Committee, Inc.		2 Employer identification number (EIN) (if none, see Specific Instructions on page 2) 26 : 2046485
1b c/o Name (if applicable) c/o Ann Corkery		3 Name and telephone number of person to be contacted if additional information is needed Jessica C. Furst c/o Foley & Lardner LLP (202) 672-5513
1c Address (number and street) 8665 Sudley Road	Room/Suite #182	
1d City, town or post office, state, and ZIP + 4 If you have a foreign address, see Specific Instructions for Part I, page 2. Manassas, Virginia 20110		
1e Web site address	4 Month the annual accounting period ends December	5 Date incorporated or formed February 26, 2008

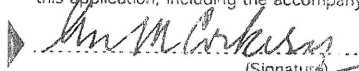
6 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? ☐ Yes ☒ No
If "Yes," attach an explanation.7 Has the organization filed Federal income tax returns or exempt organization information returns? ☐ Yes ☒ No
If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.

8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- a ☒ Corporation— Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws.
- b ☐ Trust— Attach a copy of the Trust Indenture or Agreement, including all appropriate signatures and dates.
- c ☐ Association— Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.

If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here ☐

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

**PLEASE
SIGN
HERE**

(Signature)

Ann Corkery, President

(Type or print name and title or authority of signer)

4/14/08

(Date)

For Paperwork Reduction Act Notice, see page 5 of the instructions.

Cat. No. 12343K

17152008108001

Part II. Activities and Operational Information (Must be completed by all applicants)

- 1 Provide a detailed narrative description of all the activities of the organization—past, present, and planned. Do not merely refer to or repeat the language in the organizational document. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

See attached.

- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

Wellspring Committee, Inc. ("Wellspring") is funded exclusively from gifts and contributions from its supporters. These supporters include both individuals and corporate entities that support Wellspring's goals.

Part II. Activities and Operational Information (continued)**3** Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
Director and President: Ann Corkery 8665 Sudley Road, #182 Manassas, Virginia 20110	\$0
Director and Secretary/Treasurer: Neil Corkery 8665 Sudley Road, #182 Manassas, Virginia 20110	\$0

4 If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.

Not applicable.

5 If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).

Not applicable.

6 If the organization has capital stock issued and outstanding, state: (1) class or classes of the stock; (2) number and par value of the shares; (3) consideration for which they were issued; and (4) if any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.

Not applicable. Wellspring will not issue stock.

7 State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

Wellspring's Board of Directors is authorized to establish classes of membership in Wellspring, and to determine the rights, responsibilities, and amounts of dues to be paid by each level of membership. At present, however, Wellspring's Board of Directors has not established any requirements for membership in the organization, and anyone may be a member of Wellspring.

8 Explain how your organization's assets will be distributed on dissolution.

Upon Wellspring's dissolution and after paying or providing for payment of its debts by majority vote, the Board of Directors shall distribute Wellspring's remaining assets to any organization or organizations which has or have been created for the same or similar purposes as Wellspring provided that the recipient organization(s) is an exempt organization under the provisions of Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code, as amended.

Part II. Activities and Operational Information (continued)

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? ☐ Yes ☒ No
If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.

- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? ☐ Yes ☒ No
If "Yes," state in detail the amount received and the character of the services performed or to be performed.

- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? ☐ Yes ☒ No
If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.

- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? ☐ Yes ☒ No
If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.

- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? ☐ Yes ☒ No
If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.

- 14 Does the organization now lease or does it plan to lease any property? ☐ Yes ☒ No
If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)
See attached.

- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any Federal, state, or local public office or to an office in a political organization? ☐ Yes ☒ No
If "Yes," explain in detail and list the amounts spent or to be spent in each case.

- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? ☐ Yes ☒ No
If "Yes," attach a recent copy of each.

Part III. Financial Data (Must be completed by all applicants)

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

A. Statement of Revenue and Expenses

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 02/26/08 To 12/31/08	(b) FY2009	(c) FY2010	(d)	
1 Gross dues and assessments of members	0	0	0		0.00
2 Gross contributions, gifts, etc.	500,000.00	550,000.00	605,000.00		1,655,000.00
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.)	0	0	0		0.00
4 Gross amounts from unrelated business activities (attach schedule)	0	0	0		0.00
5 Gain from sale of assets, excluding inventory items (attach schedule)	0	0	0		0.00
6 Investment income (see page 3 of the instructions)	0	0	0		0.00
7 Other revenue (attach schedule).	0	0	0		0.00
8 Total revenue (add lines 1 through 7)	500,000.00	550,000.00	605,000.00		1,655,000.00
Expenses					
9 Expenses attributable to activities related to the organization's exempt purposes.	25,000.00	27,500.00	30,250.00		82,750.00
10 Expenses attributable to unrelated business activities	0	0	0		0.00
11 Contributions, gifts, grants, and similar amounts paid (attach schedule).	200,000.00	200,000.00	200,000.00		600,000.00
12 Disbursements to or for the benefit of members (attach schedule)	0	0	0		0.00
13 Compensation of officers, directors, and trustees (attach schedule)	0	0	0		0.00
14 Other salaries and wages.	200,000.00	240,000.00	284,000.00		724,000.00
15 Interest	0	0	0		0.00
16 Occupancy	0	0	0		0.00
17 Depreciation and depletion	0	0	0		0.00
18 Other expenses (attach schedule)	50,500.00	55,550.00	61,105.00		167,155.00
19 Total expenses (add lines 9 through 18)	475,500.00	523,050.00	575,355.00		1,573,905.00
20 Excess of revenue over expenses (line 8 minus line 19)	24,500.00	26,950.00	29,645.00		81,095.00

B. Balance Sheet (at the end of the period shown)

Assets		Current Tax Year as of 03/31/08	
1 Cash		1	0.00
2 Accounts receivable, net		2	0.00
3 Inventories		3	0.00
4 Bonds and notes receivable (attach schedule)		4	0.00
5 Corporate stocks (attach schedule).		5	0.00
6 Mortgage loans (attach schedule)		6	0.00
7 Other investments (attach schedule)		7	0.00
8 Depreciable and depletable assets (attach schedule)		8	0.00
9 Land		9	0.00
10 Other assets (attach schedule)		10	0.00
11 Total assets		11	0.00
Liabilities			
12 Accounts payable		12	0.00
13 Contributions, gifts, grants, etc., payable		13	0.00
14 Mortgages and notes payable (attach schedule)		14	0.00
15 Other liabilities (attach schedule)		15	0.00
16 Total liabilities.		16	0.00
Fund Balances or Net Assets			
17 Total fund balances or net assets		17	0.00
18 Total liabilities and fund balances or net assets (add line 16 and line 17)		18	0.00

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation ☐

Schedule B**Organizations Described in Section 501(c)(4) (Civic leagues, social welfare organizations (including posts, councils, etc., of veterans' organizations not qualifying or applying for exemption under section 501(c)(19)) or local associations of employees.)**

- 1 Has the Internal Revenue Service previously issued a ruling or determination letter recognizing the applicant organization (or any predecessor organization listed in question 4, Part II of the application) to be exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that the applicant organization (or its predecessor) was carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? ☐ Yes ☒ No

If "Yes," indicate the earliest tax year for which recognition of exemption under section 501(c)(3) was revoked and the IRS district office that issued the revocation.

- 2 Does the organization perform or plan to perform (for members, shareholders, or others) services, such as maintaining the common areas of a condominium; buying food or other items on a cooperative basis; or providing recreational facilities or transportation services, job placement, or other similar undertakings? ☐ Yes ☒ No

If "Yes," explain the activities in detail, including income realized and expenses incurred. Also, explain in detail the nature of the benefits to the general public from these activities. (If the answer to this question is explained in Part II of the application (pages 2, 3, and 4), enter the page and item number here.)

- 3 If the organization is claiming exemption as a homeowners' association, is access to any property or facilities it owns or maintains restricted in any way? ☐ Yes ☐ No

If "Yes," explain.

Not applicable.

- 4 If the organization is claiming exemption as a local association of employees, state the name and address of each employer whose employees are eligible for membership in the association. If employees of more than one plant or office of the same employer are eligible for membership, give the address of each plant or office.

Not applicable.

17053108328018

Form 8718
(Rev. June 2006)
Department of the Treasury
Internal Revenue Service

**User Fee for Exempt Organization
Determination Letter Request**

▶ Attach this form to determination letter application.
(Form 8718 is NOT a determination letter application.)

OMB No. 1545-1798
For IRS Use Only
Control number
Amount paid **750**
User fee screener

1 Name of organization

Wellspring Committee, Inc.

2 Employer Identification Number

26-2046485

Caution. Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

3 Type of request

Fee

- a ☐ Initial request for a determination letter for:
- An exempt organization that has had annual gross receipts averaging not more than \$10,000 during the preceding 4 years or
 - A new organization that anticipates gross receipts averaging not more than \$10,000 during its first 4 years ▶ **\$300**
- Note. If you checked box 3a, you must complete the Certification below.

Certification

I certify that the annual gross receipts of _____
name of organization

have averaged (or are expected to average) not more than \$10,000 during the preceding 4 (or the first 4) years of operation.

Signature ▶

Title ▶

- b ☒ Initial request for a determination letter for:
- An exempt organization that has had annual gross receipts averaging more than \$10,000 during the preceding 4 years or
 - A new organization that anticipates gross receipts averaging more than \$10,000 during its first 4 years ▶ **\$750**
- c ☐ Group exemption letters ▶ **\$900**

Instructions

The law requires payment of a user fee with each application for a determination letter. The user fees are listed on line 3 above. For more information, see Rev. Proc. 2006-8, 2006-1 I.R.B. 245, or latest annual update.

Check the box or boxes on line 3 for the type of application you are submitting. If you check box 3a, you must complete and sign the certification statement that appears under line 3a.

Attach to Form 8718 a check or money order payable to the "United States Treasury" for the full amount of the user fee. If you do not include the full amount, your application will be returned. Attach Form 8718 to your determination letter application.

Generally, the user fee will be refunded only if the Internal Revenue Service declines to issue a determination.

Where To File

Send the determination letter application and Form 8718 to:

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. If you want your organization to be recognized as tax-exempt by the IRS, you are required to give us this information. We need it to determine whether the organization meets the legal requirements for tax-exempt status.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating

to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. The rules governing the confidentiality of Form 8718 are covered in section 6104.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is 5 minutes. If you have comments concerning the accuracy of this time estimate or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave. NW, IR-6406, Washington, DC 20224. Do not send this form to this address. Instead, see *Where To File* above.

Attach Check or Money Order Here

POSTMARK

RECEIVED

APR 15 '08

APR 16 '08

CINCINNATI
SERVICE CENTER



Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, February 26, 2008

This is to certify that the certificate of incorporation of

Wellspring Committee, Inc.

*was this day issued and admitted to record in this office and that
the said corporation is authorized to transact its business subject
to all Virginia laws applicable to the corporation and its business.
Effective date: February 26, 2008*



State Corporation Commission

Attest:

Joel Heck
Clerk of the Commission

**ARTICLES OF INCORPORATION
VIRGINIA NONSTOCK CORPORATION
WELLSPRING COMMITTEE, INC.**

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

1. The name of the Corporation is Wellspring Committee, Inc.
2. The Corporation shall have members, the rights and privileges of which shall be set forth in the Corporation's bylaws.
3. There shall be one or more initial directors of the Corporation. The initial directors of the Corporation shall be appointed by the original incorporator of the Corporation. Appointment of the successor directors and/or reappointment of existing directors shall be made by the Corporation's board of directors as described in the Corporation's bylaws.
4. A. The name of the Corporation's initial registered agent is Corporation Service Company.
B. The initial registered agent of the Corporation is a domestic stock corporation authorized to transact business in Virginia.
5. A. The Corporation's initial registered office address is 11 South 12th Street, P.O. Box 1463, Richmond, Virginia 23218, and is identical to the business office of the registered agent.
B. The Corporation's registered office is physically located in the city of Richmond, Virginia.
6. A. The Corporation is organized exclusively for the promotion of social welfare pursuant to section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding section of any future federal tax code).
B. Notwithstanding any other provisions in these articles of incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code, as from time to time amended, or the corresponding section of any future tax code.
C. Upon dissolution of the Corporation, all liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions shall be made therefore, and the remainder of the Corporation's assets, if any, shall be distributed in accordance with within the meaning of sections 501(c)(3) or 501(c)(4) of the Internal Revenue Code, as from time to time amended, or the corresponding section of any future tax code, or shall be distributed to the Federal, state or local government for a public purpose.

7. INCORPORATOR:


SIGNATURE

Jessica C. Furst #
PRINTED NAME

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, FEBRUARY 26, 2008

The State Corporation Commission has found the accompanying articles submitted on behalf of
Wellspring Committee, Inc.

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of
the Commission, effective February 26, 2008.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents constituting the charter of Wellspring Committee, Inc. on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
February 26, 2008*

Joel H. Peck

Joel H. Peck, Clerk of the Commission

WELLSPRING COMMITTEE, INC.

BYLAWS

Article I Name

- 1.1 The name of this Virginia not-for-profit corporation is Wellspring Committee, Inc. (the "Corporation").

Article II Offices

- 2.1 The principal office of the Corporation shall be located in the Commonwealth of Virginia. The Corporation may also have offices at such other places within or without the Commonwealth as the Board of Directors may from time to time determine. The initial registered office is at Corporation Service Company, 11 South 12th Street, P.O. Box 1463, Richmond, VA 23218.

Article III Members

- 3.1 The Corporation may have members. Rights, responsibilities and classes of membership in the Corporation shall be established by the Board of Directors. The amount of any dues or costs associated with membership shall be determined by the Board of Directors. If members are granted any voting rights, these rights will also be determined by the Board of Directors.

Article IV Board of Directors

- 4.1 The Corporation shall be managed by a Board of Directors consisting of at least one person. Each Director shall be at least eighteen (18) years of age, and need not be a member of the Corporation or a resident of the Commonwealth of Virginia. The initial Board of Directors shall be appointed by the Incorporator set forth in the Certificate of Incorporation. Each Director shall hold office until the expiration of the term for which the Director was elected and until the Director's successor has been duly elected and qualified, or until the Director's prior resignation or removal as hereafter provided.
- 4.2 Directors shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. Directors may be re-elected for successive terms.

- 4.3 Any member of the Board of Directors may be removed with or without cause by action of the Board of Directors. The vote of two-thirds (2/3) of the Directors shall be required to remove a Director from office prior to the expiration of the term for which that Director has been elected.
- 4.4 Newly created Directorships or vacancies on the Board of Directors may be filled by a vote of the majority of the Board of Directors then in office, although less than a quorum, unless otherwise provided in the Certificate of Incorporation.
- 4.5 A Director elected to fill a vacancy caused by resignation, death, or removal shall be elected to hold office for the unexpired term of the Director's predecessor.
- 4.6 A regular annual meeting of the Board of Directors shall be held at a time designated by the Board of Directors in the notice of such meeting. The meeting shall be held at the principal place of business of the Corporation or at any other location as set forth in the notice of such meeting. All other meetings of the Board of Directors shall be held at such time and place as shall be fixed by the Board of Directors from time to time. Special meetings may be called by or at the direction of the President or by a majority of the Directors then in office. Such notice may be written, oral, or any other method of notice of the time and place. Meetings may be conducted via telephone, teleconference, or other electronic means, as set forth in the notice.
- 4.7 The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws. A quorum is present when a majority of the Board of Directors is present or participating as provided in these bylaws. Telephonic, on-line, or similar two-way communication systems used by a Director are permissible to constitute a Director's presence at any meeting.
- 4.8 Directors shall not receive any stated salaries for their services as such, but by resolution, the expenses of the members of the Board of Directors for attendance at each regular or special meeting of the Board of Directors may be allowed. Nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving reasonable compensation thereof. A resolution disclosing such compensation shall be presented and approved by the Board of Directors.
- 4.9 Any action required by law to be taken at a meeting of the Directors, or any action which may be taken at a meeting of the Directors, may be taken without meeting if a consent, in writing or in an electronic transmission, setting forth the action so taken, shall be signed by all of the Directors.

Article V Officers

- 5.1 The officers of the Corporation shall be President, Secretary, and Treasurer, and such other officers as elected in accordance with other provisions of these Bylaws. The Board of Directors shall authorize and the President may appoint such other officers or agents,

including an Executive Director, one or more vice-presidents, one or more assistant secretaries, and one or more assistant treasurers, as shall be deemed desirable. Such officers shall have the authority and shall perform the duties prescribed from time to time by the Board of Directors. Any two or more offices may be held by the same person.

5.2 The officers of the Corporation shall be appointed annually by the Board of Directors at the annual meeting of the Board of Directors. New officer positions may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until the officer's successor has been duly appointed and qualified.

5.3 Any officer, except the President, appointed by the Board of Directors, may be removed by a majority of the Board of Directors whenever in the Directors' judgment the best interest of the Corporation would be served thereby. An officer's removal pursuant to this Section 5.3 shall be without prejudice to the contracting rights, if any, of the officer so removed.

The President may be removed only upon a two-thirds (2/3) vote of the Directors.

5.4 A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Board of Directors for the unexpired portion of the prior officer's term.

5.5 The rights, duties, and obligations of the officers shall be as follows:

(a) **President.** The President shall be the principal officer of the Corporation and shall exercise general supervision over the affairs of the Corporation, its officers, and personnel, consistent with the policies established by the Board of Directors. The President shall be a member of the Board of Directors and shall preside at all meetings of the Board of Directors. The President may sign any deeds, leases, mortgages, bonds, contracts, or other instruments, except in cases where the signing and execution thereof shall be expressly delegated to another officer or agent of the Corporation; and in general shall perform all duties incident of the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President may authorize and approve expenditures and take such other steps as he or she shall deem necessary to advance the purposes of the Corporation, provided such steps do not exceed the scope of authority determined by the Board.

(b) **Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever and deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and, in general, perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors. The Treasurer shall be responsible, with assistance of the general counsel, for the administration and oversight of the

Corporation's financial records, initiation of an annual audit, if conducted, compliance with statutory reporting requirements, tax returns, and tax payments, if any. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Treasurer shall be authorized to sign contracts and other documents on behalf of the Corporation.

- (c) **Secretary.** The Secretary shall keep the minutes of the meetings of the Board of Directors and shall oversee the keeping, preparation, and filing of all other records required by law or by the policies of the Board; be custodian of the corporate records, the execution of which on behalf of the Corporation is duly authorized in accordance with the provisions of these bylaws; keep a register of the post office address of each director which shall be furnished to the Secretary by such director; and in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors. The Secretary shall be authorized to sign contracts and other documents on behalf of the Corporation.

Article VI Committees

- 6.1 The Board of Directors, by resolution adopted by a majority of the Directors, may designate and appoint one or more committees, each of which shall consist of two or more persons, a majority of whom are Directors, and which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation; provided, however, that no such committee shall have the authority of the Board of Directors in appointing or removing any member of any such committee or any Director or officer of the Corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed upon it or the Director by law.
- 6.2 Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated and appointed by resolution adopted by a majority of the Directors at a meeting at which a quorum is present, or by the President as authorized by a like resolution of the Board of Directors. Membership on such committees need not be limited to Directors.
- 6.3 Each member of a committee shall continue as such until the next annual meeting of the Directors of the Corporation and until the member's successor is appointed, unless the

committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

- 6.4 One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.
- 6.5 Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of original appointments.
- 6.6 Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee. Each committee may adopt rules for its own governance not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

Article VII Contracts, Checks, Deposits, and Funds

- 7.1 The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.
- 7.2 All checks, drafts or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent, or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer, assistant Treasurer, if any, or Secretary of the Corporation.
- 7.3 All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.
- 7.4 The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or other device for the general purposes of or for any special purpose of the Corporation.

Article VIII Distribution of Property Rights

- 8.1 Upon dissolution of the Corporation and after paying or providing for its debts, by majority vote, the Board of Directors shall distribute the corporation's remaining assets for one or more exempt purposes within the meaning of section 501(c)(4) or section 501(c)(3) of the Internal Revenue Code, as from time to time amended, or the corresponding sections of any future tax code, or shall distribute any of the corporation's remaining assets to the Federal, state or local government for a public purpose. Any

assets not so distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

Article IX
Books and Records

- 9.1 The Corporation shall keep correct and complete books and records of account and perform the specific accounting and filing of state public disclosure reports as may be required by state law. The Corporation shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

Article X
Fiscal Year

- 10.1 The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December.

Article XI
Seal

- 11.1 The Board of Directors may, but is not required to, provide a corporate seal in the form of a circle with the name of "Wellspring Committee, Inc." inscribed thereon. If such seal is provided, the words "incorporated 2008, Commonwealth of Virginia" may also appear thereon.

Article XII
Waiver of Notice

- 12.1 Whenever any notice is required to be given under the Certificate of Incorporation, the Bylaws of the Corporation, or Virginia law governing non-profit corporations, a waiver thereof in writing signed by the person or persons entitled to such notice shall be deemed equivalent to the giving of such notice.

Article XIII
Indemnification

- 13.1 The Corporation shall indemnify its officers, Directors, agents, and employees against liability as permitted and as required by Virginia law.

Article XIV
No Private Inurement

- 14.1 No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its Directors, Officers, Members or other private persons, except that the Corporation

shall be authorized and empowered to pay reasonable compensation for services rendered.

Article XV
Amendments to Bylaws

- 15.1 These Bylaws may be altered, amended, or repealed and new bylaws may be adopted by a two-thirds (2/3) majority of the Directors at any regular meeting or at any special meetings.

WELLSPRING COMMITTEE, INC.
ATTACHMENT TO IRS FORM 1024
EIN: 26-2046485

Part II, Question 1 – Activities of the Organization

Wellspring Committee, Inc. ("Wellspring") is a social welfare organization dedicated to educating and informing American citizens, in an in-depth manner, about free market principles and policies and about the importance of working together to encourage opinion leaders and public officials to support ideas, programs, and policies that promote the concept of a free market.

Wellspring will work to inform the general public about various public policy issues facing the United States, and will promote the concept of a free market as the appropriate solution. Wellspring will assist other like-minded organizations in promoting free market policies and principles, and will support and encourage these organizations to become more pro-active in their endorsement of free market-driven efforts. Wellspring will assist such other organizations in developing messaging strategies that more effectively reach the general public and educate those organizations about the importance of promoting a free market. Wellspring will also help train leaders of other organizations committed to free market principles in an effort to disseminate the idea of a free market to every American citizen.

Wellspring does not plan to produce its own publications or advertisements at this time, but Wellspring does intend to help other organizations plan for and create campaigns that will best communicate the policies and principles of a free market to the general public.

Wellspring intends to devote all of its time and resources to educating American citizens and like-minded organizations in the manner described above.

WELLSPRING COMMITTEE, INC.
ATTACHMENT TO IRS FORM 1024
EIN: 26-2046485

Part II, Question 14 -- Leasing Property

Although Wellspring intends to lease office space at some point in the future in order to operate the organization, it has not yet entered into any lease or rental agreement and has no immediate plans to do so. Any agreements Wellspring does enter into will be negotiated at arm's length, and Wellspring will pay only fair market value for the lease or rental of office space.

WELLSPRING COMMITTEE, INC.
ATTACHMENT TO IRS FORM 1024
EIN: 26-2046485

Part III, A – Statement of Revenue and Expenses

		FY 2008	FY 2009	FY 2010
Expenses Attributable to Activities Related to Exempt Purposes				
	<i>Marketing (Email, Web, direct mail, advertising, etc.)</i>	\$25,000.00	\$27,500.00	\$30,250.00
Other Salaries and Wages				
	<i>Program Consultants</i>	\$100,000.00	\$140,000.00	\$184,000.00
	<i>Vendors</i>	\$100,000.00	\$100,000.00	\$100,000.00
Other Expenses				
	<i>Telephone/internet</i>	\$6,000.00	\$6,600.00	\$7,260.00
	<i>Printing/postage</i>	\$2,000.00	\$2,200.00	\$2,420.00
	<i>Office Expenses</i>	\$5,000.00	\$5,500.00	\$6,050.00
	<i>Accounting/Legal</i>	\$20,000.00	\$22,000.00	\$2,420.00
	<i>Rent</i>	\$17,500.00	\$19,250.00	\$21,175.00

WELLSPRING COMMITTEE, INC.
ATTACHMENT TO IRS FORM 1024
EIN: 26-2046485

Part III, A, Line 11 – Contributions, Gifts, Grants, and Similar Amounts Paid

Wellspring intends to provide contributions for training programs and grants to like-minded, not-for-profit organizations.

FOLEY
FOLEY & LARDNER LLP

ATTORNEYS AT LAW

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foley.com

April 15, 2008

WRITER'S DIRECT LINE
202.672.5513
jfurst@foley.com EMAIL

CLIENT/MATTER NUMBER
446373-0001

VIA FEDERAL EXPRESS

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

Re: Wellspring Committee, Inc. -- EIN: 26-2046485

Dear Sir or Madam:

Enclosed are the following documents in connection with the above-referenced organization's Application for Recognition of Exemption under section 501(c)(4) of the Internal Revenue Code:

1. Form 8718

2. Form 2848

3. Form 1024 and the following exhibits:

Exhibit A -- Articles of Incorporation

Exhibit B -- Bylaws

Exhibit C - Narrative Description of Activities
Part II, Question 1

Exhibit D -- Leasing of Property
Part II, Question 14

Exhibit E -- Statement of Revenue and Expenses
Part III, A

Exhibit F -- Contributions, Grants, Gifts, and Similar Amounts Paid
Part III, A, Line 11

4. User Fee: Check for \$750 payable to United States Treasury.

BOSTON
BRUSSELS
CENTURY CITY
CHICAGO
DETROIT

JACKSONVILLE
LOS ANGELES
MADISON
MIAMI
MILWAUKEE

NEW YORK
ORLANDO
SACRAMENTO
SAN DIEGO
SAN DIEGO/DEL MAR

SAN FRANCISCO
SHANGHAI
SILICON VALLEY
TALLAHASSEE
TAMPA

TOKYO
WASHINGTON, D.C.

WASH_3916475.1



FOLEY & LARDNER LLP

Internal Revenue Service

April 15, 2008

Page 2

Thank you for your attention to this matter. If you have any questions or require additional information, please contact the undersigned at (202) 672-5513.

Sincerely,

A handwritten signature in cursive script, appearing to read 'JCFurst', written in dark ink.

Jessica C. Furst*

*Admitted to practice in the State of Florida only. Practice supervised by principals of the firm while D.C. Bar application is pending.

JCF/jcf
Enclosures